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Counsel for the Harry Holt Plaintiffs

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re:	:	
	:	
	:	Chapter 11
ALPER HOLDINGS USA, INC.,	:	
	:	
Debtor.	:	Case No. 07-12148 (BRL)
	:	
	:	
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**STATEMENT OF ISSUES ON APPEAL**

**PLEASE TAKE NOTICE** that appellants Harry Holt, Beatrice Holt, Sheila Holt-Orsted, Jasmine Orsted, Bonita Holt, O'Brian Holt, Brandon Holt, Patrick Holt, Bianca Bentley, Demetrius Holt, and David Brown (collectively, the "Harry Holt Plaintiffs") hereby submit the following Statement of Issues on Appeal with respect to their appeal of the Memorandum Decision and Order Granting Objections of Alper Holdings USA, Inc. to Proofs of Claim Filed By (i) Armstrong Plaintiffs and (ii) Holt Plaintiffs, entered on February 25, 2008 (Docket No. 157):

1. Whether the Bankruptcy Court erred in holding that New York courts would apply Delaware law, instead of Tennessee law, where all of the transactions underlying the Harry Holt Plaintiffs' claims occurred in Tennessee.
2. Whether the Bankruptcy Court erred in holding that under Delaware law, Alper's wholly-owned subsidiary would have been permitted to pierce its own corporate veil, and therefore that alter ego causes of action belonged solely to the subsidiary and could not be asserted by the Harry Holt Plaintiffs.
3. Whether the Bankruptcy Court erred in holding that under Delaware law, the Harry Holt Plaintiffs' alter ego claims did not involve any personal injury to them, but rather involved only a general harm to Alper's wholly-owned subsidiary.

Dated: March 17th, 2008  
New York, New York

Respectfully submitted,

By: /s/ Lorraine S. McGowen  
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-and-

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